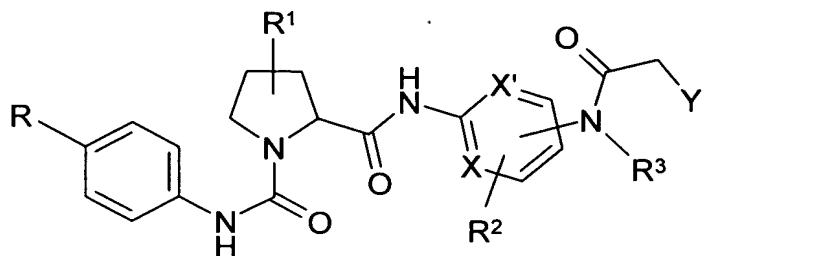


This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims:**

1. (Original) Compounds of the formula I



in which

R denotes Hal, -C≡C-H, -C≡C-A or OA,

R¹ denotes H, =O, Hal, A, OH, OA, A-COO-, Ph-(CH<sub>2</sub>)<sub>n</sub>-COO-, cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-COO-, A-CONH-, A-CONA-, Ph-CONA-, N<sub>3</sub>, NH<sub>2</sub>, NO<sub>2</sub>, CN, COOH, COOA, CONH<sub>2</sub>, CONHA, CON(A)<sub>2</sub>, O-allyl, O-propargyl, O-benzyl, =N-OH, =N-OA or =CF<sub>2</sub>,

X, X' each, independently of one another, denote CH, CHal or N,

Y denotes R⁴ or Hal,

Ph denotes phenyl which is unsubstituted or mono-, di- or trisubstituted by A, OA, OH or Hal,

R² denotes H, Hal or A,

R³ denotes H or A,

R⁴ denotes OH, OA, A-COO-, NHA, NHAr, NAA', Het or -NH-CHR<sup>5</sup>-COOR<sup>3</sup>,

R<sup>5</sup> denotes H, A, -CHR<sup>3</sup>-OH, (CH<sub>2</sub>)<sub>n</sub>-Ph, (CH<sub>2</sub>)<sub>n</sub>-COOH, (CH<sub>2</sub>)<sub>n</sub>-CONH<sub>2</sub>, (CH<sub>2</sub>)<sub>p</sub>-NH<sub>2</sub>, (CH<sub>2</sub>)<sub>n</sub>-NH(=NH)NH<sub>2</sub>, (CH<sub>2</sub>)<sub>n</sub>-Het<sup>1</sup> or (CH<sub>2</sub>)<sub>n</sub>-SR<sup>3</sup>,

Het denotes a mono- or bicyclic saturated, unsaturated or aromatic heterocycle having 1 to 4 N, O and/or S atoms, which may be unsubstituted or mono-, di- or trisubstituted by A, OH, OA, CN,

COOH, COOA and/or carbonyl oxygen (=O),  
Het<sup>1</sup> denotes a mono- or bicyclic aromatic heterocycle having 1 to 4 N, O and/or S atoms, which may be unsubstituted or mono-, di- or trisubstituted by A, OH, OA and/or CN,  
A, A' each, independently of one another, denote unbranched, branched or cyclic alkyl having 1-12 C atoms, in which, in addition, 1-7 H atoms may be replaced by F and/or chlorine,  
Ar denotes naphthyl, biphenyl, or phenyl which is unsubstituted or mono-, di- or trisubstituted by Hal, A, OR<sup>3</sup>, N(R<sup>3</sup>)<sub>2</sub>, NO<sub>2</sub>, CN, COOR<sup>3</sup>, CON(R<sup>3</sup>)<sub>2</sub>, NR<sup>3</sup>COA, NR<sup>3</sup>CON(R<sup>3</sup>)<sub>2</sub>, NR<sup>3</sup>SO<sub>2</sub>A, COR<sup>3</sup>, SO<sub>2</sub>N(R<sup>3</sup>)<sub>2</sub>, S(O)<sub>n</sub>A, -[C(R<sup>3</sup>)<sub>2</sub>]<sub>n</sub>-COOR<sup>3</sup> or -O-[C(R<sup>3</sup>)<sub>2</sub>]<sub>p</sub>-COOR<sup>3</sup>,  
Hal denotes F, Cl, Br or I,  
n denotes 0, 1, 2 or 3,  
p denotes 1, 2, 3, 4 or 5,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

2. (Original) Compounds according to Claim 1 in which R denotes Hal or -C≡C-H,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.
3. (Currently Amended) Compounds according to Claim 1 or 2 in which R<sup>1</sup> denotes H, =O, Hal, A, OH or OA,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

4. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-3 in which  
 $R^1$  denotes OH,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers  
thereof, including mixtures thereof in all ratios.

5. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-4 in which  
 $X$  denotes CH or N,  
 $X'$  denotes CH,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers  
thereof, including mixtures thereof in all ratios.

6. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-5 in which  
 $R^2$  denotes H or Hal,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers  
thereof, including mixtures thereof in all ratios.

7. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-6 in which  
 $R^3$  denotes H or alkyl having 1, 2, 3, 4, 5 or 6 C atoms,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers  
thereof, including mixtures thereof in all ratios.

8. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-7 in which

Het denotes a monocyclic saturated, unsaturated or aromatic heterocycle having 1 to 2 N and/or O atoms, which may be unsubstituted or mono-, di- or trisubstituted by A, OH and/or OA,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

9. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-8 in which

Het denotes furyl, thienyl, pyrrolyl, imidazolyl, pyridyl, pyrimidinyl, pyrazolyl, thiazolyl, indolyl, pyrrolidinyl, piperidinyl, morpholinyl or piperazinyl, each of which is unsubstituted or mono-, di- or trisubstituted by A, OH and/or OA,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

10. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-9 in which

Het<sup>1</sup> denotes an unsubstituted mono- or bicyclic aromatic heterocycle having 1 to 2 N, O and/or S atoms,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

11. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-10 in which

$R^5$  denotes H or A,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers  
thereof, including mixtures thereof in all ratios.

12. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-11 in which

Ar denotes naphthyl, or phenyl which is unsubstituted or mono-,  
di- or trisubstituted by Hal, A, OR<sup>3</sup>, N(R<sup>3</sup>)<sub>2</sub>, NO<sub>2</sub>, CN, COOR<sup>3</sup>  
or CON(R<sup>3</sup>)<sub>2</sub>,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers  
thereof, including mixtures thereof in all ratios.

13. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-12 in which

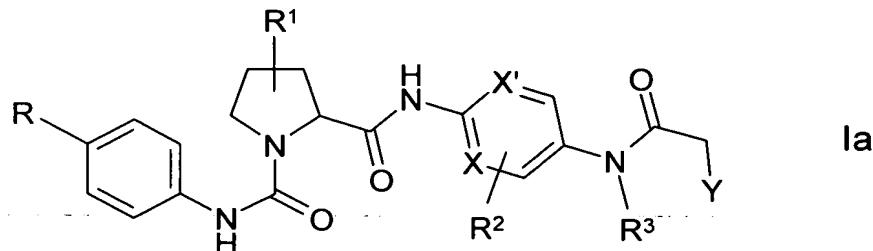
Ar denotes phenyl,  
and pharmaceutically usable derivatives, solvates, salts and stereoisomers  
thereof, including mixtures thereof in all ratios.

14. (Currently Amended) Compounds according to claim 1 one or more of Claims 1-13 in which

$R$	denotes Hal or -C≡C-H,
$R^1$	denotes OH,
X	denotes CH or N,
X'	denotes CH,
Y	denotes R <sup>4</sup> or Hal,
$R^2$	denotes H or Hal,
$R^3$	denotes alkyl having 1, 2, 3, 4, 5 or 6 C atoms,

$R^4$  denotes OH, OA, A-COO-, NHA, NHAr, NAA', Het,  
 -NH-CHR<sup>5</sup>-COOR<sup>3</sup> or -NH-CHR<sup>5</sup>-COOH,  
 $R^5$  denotes H or A,  
 Het denotes a monocyclic saturated, unsaturated or aromatic heterocycle having 1 to 2 N and/or O atoms, which may be unsubstituted or mono-, di- or trisubstituted by A, OH and/or OA,  
 $A, A'$  each, independently of one another, denote unbranched, branched or cyclic alkyl having 1-12 C atoms, in which, in addition, 1-7 H atoms may be replaced by F and/or chlorine,  
 Hal denotes F, Cl, Br or I,  
 $n$  denotes 0, 1, 2 or 3,  
 $p$  denotes 1, 2, 3, 4 or 5,  
 and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

15. (Currently Amended) Compounds of the formula Ia



according to claim 1 one or more of Claims 1-14

in which

$R$  denotes Hal or  $-C\equiv C-H$ ,  
 $R^1$  denotes OH,  
 $X$  denotes CH or N,  
 $X'$  denotes CH,

Y	denotes R <sup>4</sup> or Hal,
R <sup>2</sup>	denotes H or Hal,
R <sup>3</sup>	denotes alkyl having 1, 2, 3, 4, 5 or 6 C atoms,
R <sup>4</sup>	denotes OH, OA, A-COO-, NHA, NAA', Het, -NH-CHR <sup>5</sup> -COOR <sup>3</sup> or -NH-CHR <sup>5</sup> -COOH,
R <sup>5</sup>	denotes H or A,
Het	denotes a monocyclic saturated, unsaturated or aromatic heterocycle having 1 to 2 N and/or O atoms, which may be unsubstituted or mono-, di- or trisubstituted by A, OH and/or OA,
A, A'	each, independently of one another, denote unbranched, branched or cyclic alkyl having 1-12 C atoms, in which, in addition, 1-7 H atoms may be replaced by F and/or chlorine,
Hal	denotes F, Cl, Br or I,
n	denotes 0, 1, 2 or 3,
p	denotes 1, 2, 3, 4 or 5, and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

16. (Original) Compounds according to Claim 1 selected from the group  
 1-N-(4-chlorophenyl)-2-N-{4-[(2-dimethylaminoethanoyl)methylamino]-phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
 1-N-(4-chlorophenyl)-2-N-{4-[(2-(N-methyl,N-butylamino)-ethanoyl)-methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
 1-N-(4-chlorophenyl)-2-N-{4-[(2-(morpholin-4-yl)ethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
 1-N-(4-chlorophenyl)-2-N-{4-[(2-(4-hydroxypiperidin-1-yl)-ethanoyl)-methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
 1-N-(4-chlorophenyl)-2-N-{4-[(2-(2,6-dimethylmorpholin-4-yl)-ethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-(3-cyclohexylmethyl)piperidin-1-yl)ethanoyl]methylamino}phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-diethylaminoethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-(N-methyl,N-ethylamino)ethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-(2-methylimidazol-1-yl)ethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-ethynylphenyl)-2-N-{4-[(2-dimethylaminoethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{2-fluoro-4-[(2-dimethylaminoethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{5-[(2-dimethylaminoethanoyl)methylamino]pyridin-2-yl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-acetoxyethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

methyl (2R,4R)-2-[({{4-({1-[1-(4-chlorophenylcarbamoyl)-4-hydroxypyrrolidin-2-yl]methanoyl}amino)phenyl]methylcarbamoyl}methyl)amino]-4-methylpentanoate,

1-N-(4-chlorophenyl)-2-N-{4-[(2-ethylaminoethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-chloroethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-cyclohexylaminoethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

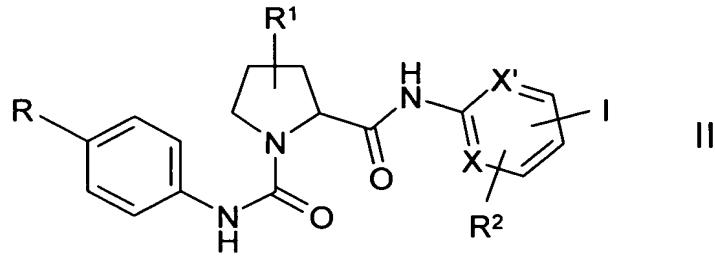
1-N-(4-chlorophenyl)-2-N-{4-[(2-methylaminoethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-isopropylaminoethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-*tert*-butylaminoethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
1-N-(4-chlorophenyl)-2-N-{4-[(2-cyclopentylaminoethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
1-N-(4-chlorophenyl)-2-N-{4-[(2-cyclopropylmethylaminoethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
1-N-(4-chlorophenyl)-2-N-{4-[(2-hydroxyethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
1-N-(4-chlorophenyl)-2-N-{4-[(2-methoxyethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
1-N-(4-chlorophenyl)-2-N-{4-[(2-ethoxyethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
1-N-(4-chlorophenyl)-2-N-{4-[(2-propoxyethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
1-N-(4-chlorophenyl)-2-N-{4-[(2-butoxyethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
1-N-(4-ethynylphenyl)-2-N-{4-[(2-methoxyethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
1-N-(4-chlorophenyl)-2-N-{2-fluoro-4-[(2-methoxyethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,  
1-N-(4-chlorophenyl)-2-N-{5-[(2-methoxyethanoyl)methylamino]pyridin-2-yl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

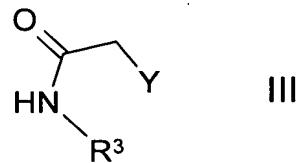
and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

17. (Currently Amended) Process for the preparation of compounds of the formula I according to claim 1 ~~Claims 1-16~~ and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, characterised in that  
a) a compound of the formula II



in which R, R<sup>1</sup>, R<sup>2</sup>, X and X' have the meanings indicated in Claim 1,

is reacted with a compound of the formula III

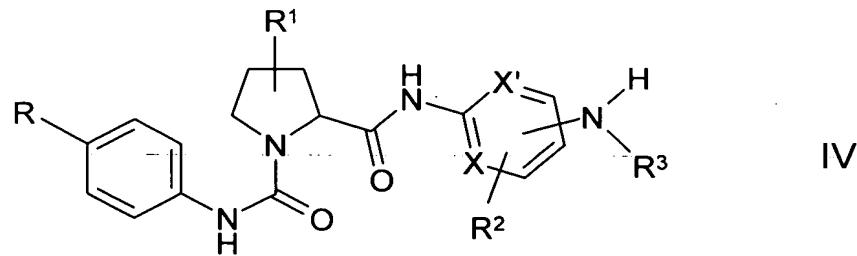


in which

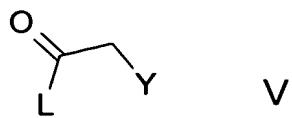
Y and R<sup>3</sup> have the meanings indicated in Claim 1,

or

b) a compound of the formula IV



in which R, R<sup>1</sup>, R<sup>2</sup>, R<sup>3</sup>, X and X' have the meanings indicated in Claim 1,  
is reacted with a compound of the formula V

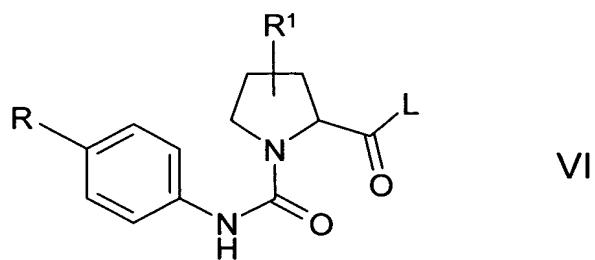


in which Y has the meaning indicated in Claim 1 and

L denotes Cl, Br, I or a free or reactively functionally modified OH group,

or

c) a compound of the formula VI

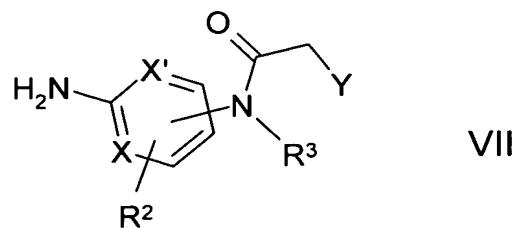


in which R and R<sup>1</sup> have the meanings indicated in Claim 1,

and

L denotes Cl, Br, I or a free or reactively functionally modified OH group,

is reacted with a compound of the formula VII



in which R<sup>2</sup>, R<sup>3</sup>, X, X' and Y have the meanings indicated in Claim 1,

and/or

a base or acid of the formula I is converted into one of its salts.

18. (Currently Amended) Compounds of the formula I according to claim 1 one or more of Claims 1 to 16 as inhibitors of coagulation factor Xa.
19. (Currently Amended) Compounds of the formula I according to claim 1 one or more of Claims 1 to 16 as inhibitors of coagulation factor VIIa.
20. (Currently Amended) Medicaments comprising at least one compound of the formula I according to claim 1 one or more of Claims 1 to 16 and/or pharmaceutically usable derivatives, solvates and stereoisomers thereof, including mixtures thereof in all ratios, and optionally excipients and/or adjuvants.
21. (Currently Amended) Medicaments comprising at least one compound of the formula I according to claim 1 one or more of Claims 1 to 16 and/or pharmaceutically usable derivatives, solvates and stereoisomers thereof, including mixtures thereof in all ratios, and at least one further medicament active ingredient.
22. (Currently Amended) Use of compounds according to claim 1 one or more of Claims 1 to 16 and/or physiologically acceptable salts and solvates thereof for the preparation of a medicament for the treatment of thromboses, myocardial infarction, arteriosclerosis, inflammation, apoplexy, angina pectoris, restenosis after angioplasty, claudicatio intermittens, migraine, tumours, tumour diseases and/or tumour metastases.
23. (Currently Amended) Set (kit) consisting of separate packs of
  - (a) an effective amount of a compound of the formula I according to claim 1 one or more of Claims 1 to 16 and/or pharmaceutically usable

derivatives, solvates and stereoisomers thereof, including mixtures thereof in all ratios,

and

(b) an effective amount of a further medicament active ingredient.

24. (Currently Amended) Use of compounds of the formula I according to claim 1 ~~one or more of Claims 1 to 16~~ and/or pharmaceutically usable derivatives, solvates and stereoisomers thereof, including mixtures thereof in all ratios, for the preparation of a medicament for the treatment of thromboses, myocardial infarction, arteriosclerosis, inflammation, apoplexy, angina pectoris, restenosis after angioplasty, claudicatio intermittens, migraine, tumours, tumour diseases and/or tumour metastases, in combination with at least one further medicament active ingredient.